

**Attending:** Ken Vogel - President, Mary-Jane Cross, Carrie McEvoy, Bob Trefry, Steve Grathwohl, Catherine Onyemelukwe, Stapley Emberling, Luke Garvey, Rev. John Morehouse (ex-officio)

**Absent:** Alex Gormley

**Guests:** A Gundell, J Eckert, B Cliff – nominees for the 2020-21 Board

Agenda/Topic	Discussion	Motions & Votes (M/S/V); Actions
Opening	Meeting called to order 7:02pm and chalice lit. Opening words – S Emberling read from two pandemic poems Attendees checked in.	
Consent Agenda	1. Minutes: Board Meeting 2020-04-21 2. Approve S Grathwohl & C Dixon as GA 2020 delegates. C Onyemelukwe requested to also be approved as a GA delegate.	<b>M/S/V to approve Consent Agenda. Passed. M/S/V to approve C Onyemelukwe as GA delegate-passed.</b>
Generative Discussion –Future Social Changes	Rev John reported current metrics for measuring don't tell us very much; he is welcoming ideas on metrics that measure better the way our community is actually impacted – eg engagement. The goal is to keep our core engaged as much as possible. He reviewed plans & ideas for increasing digital options in worship, Faith Formation, small groups, leadership development.	The Board will take up this discussion at the summer retreat, using the video and Rev John's report as a starting point.
Monitoring Reports – Limitation 3.4 - Financial Reforecast and 2020-21 Budget	2019-20 income will be significantly lower than budget; expenses will be up slightly. TUCW received a small business Payroll Protection Plan loan on May 4. We will submit application for forgiveness when instructions are issued for this. This loan/grant will cover the 2019-20 projected net loss.  2020-21 Budget: Pledge income is expected to be lower. Extra Endowment funding has been committed for 2021. The Board formally requested this funding in March 2020. Reserves & Cash: Our cash in hand in the bank is mostly made up of money in reserves. As we use these reserves to cover expenses, it reduces our cash on hand. By the end of June 2021, with no change in projected income/expense, our cash in hand will be deleted to the 90-day limit. Day to day operations will be deeply impacted if income and expenses do not come into balance.	<b>M/S/V to approve 2020-21 budget and contingencies, to be taken to TUCW Members for adoption at June 14 Annual Meeting. Motion Passed.</b>
Change to Financial Limitations Policy	MJ Cross proposed changes to the Financial Limitations policy. This moves the financial limitations in the current Financial Policy to the Board Policy manual and removes the stand-alone Finance Policy Manual.	<b>M/S/V: To remove the Current stand-alone Financial Policy as a Board policy and to approve revisions to Financial Limitations Policy 3.5, as attached. Motion passed.</b>

Governance Policy	MJ Cross proposed adding a Governance policy re authorized Board Signatories for any documents needing a Board signature. This policy has been in the current stand-alone Financial Policy, but needs to be part of the Governance Policies.	<b>M/S/V: to approve adding Governance Policy 2.1.1 Board Signing Authority: The duly elected officers of the Board of Trustees have authority to sign properly approved contracts for goods, services or rentals that require a Board signature, after review and approval from the Senior Minister. Motion passed.</b>
Generative Board-CEO Discussion	<p>K Vogel asked members for a retrospective look at our 2019-20 board Goals.</p> <p>C Onyemelukwe: the <u>Capital Campaign</u> raised about \$2 million. Construction is planned to start in 2021. Rev John noted that the facilities team is pursuing contracts for paving and drainage the parking lot. We might do that soon, while there are few cars. Stairs and steps to the Sanctuary and meeting House have been repaired.</p> <p>R Trefry: <u>Moral Owner linkages</u> are progressing slowly. The Board and COM have developed a collaborative effort for reaching out to and getting feedback from Congregants.</p> <p>C McEvoy: we added and prioritized a new <u>End</u> this year - Faith Formation and Sustainable Congregation. Rev Shelly has made good progress on this End..</p> <p>S Grathwohl – this is the third year of monthly Monitoring. Our discussions have helped the ministry to determine actions and directions it should take.</p>	<p><b>Actions:</b></p> <p>C Onyemelukwe suggests the Facilities Team post regular progress reports in Soundings.</p> <p>Board listening sessions with Congregation and Board messages to Congregation should be priority for next year.</p> <p>Establish priority Ends for 2020-21 at the Board retreat this summer.</p> <p>MJ Cross will set up folders in Dropbox for Monitoring, SOCE, and Moral Owner Linkages where documents can easily be accessed.</p>
Succession, Onboarding, Cookbook, Education (SOCE) Update	L Garvey & S Emberling updated their progress on the “how-to-do-Board” cookbook. The goal is to maintain a meeting atmosphere of purposefulness, low drama, and organization. They will collate & organize the information provided by current Board members for discussion at the late summer retreat.	<b>M/S/V: to approve C Onyemelukwe calling the Board meeting on June 16, at which time elections of officers will take place. passed</b>
New Business	<p>PPP Loan question – Does the Indemnification clause in the Constitution cover those who signed the loan request? Rev John notes our insurance covers Officers &amp; Directors, and Endowment has committed to cover the cost if the loan is not forgiven.</p> <p>Alex Gormley asked if the Board next year would consider changing the monthly meeting schedule. After discussion, no new time was found that could accommodate all members.</p>	S Grathwohl will contact UUA legal people to ask if the Constitution Indemnification clause covers loan agreements.
Board & Nominee feedback Session	C McEvoy, Process Observer, led a discussion on how we did Board.	
Check Out & Assignments	-	Individual between meeting assignments are noted in these minutes.

Closing Reflection	S Grathwohl read from Singing the Living Tradition: Summer Warmth .	
Adjournment & Announcements	Meeting adjourned at 9:02pm. Next Board Meetings: Tuesday, June 16, first meeting new Board Late August – Retreat, Tuesday, September 18, start of regular monthly meetings	Meeting assignments for the monthly meetings are posted in Dropbox and will be listed on the meeting agenda.

Respectfully submitted,

Mary-Jane Cross

Board Secretary May 22, 2020